

REQUEST FOR CHANGE OF FEE STRUCTURE

ACCOUNT CODE (e.g. CCPXX): _____

REQUEST DATE: _____

I / We request you to please change the fee structure of my / our below mentioned account as per the Fee Schedule attached with this form.

ACCOUNT NAME : _____

STRATEGY NAME : _____

CURRENT FEE PLAN : _____

I/We understand that this request can be implemented only once in a year / billing period i.e (March 31 or my/our account activation anniversary date (as the case may be) and will be effective from the next billing cycle starting from April 1 or the account activation anniversary date, as the case may be.

Name and Signature: First Applicant	Name and Signature: Second Applicant	Name and Signature: Third Applicant

Notes:

- 1) Please sign on all pages in the space provided.
- 2) All Signatures should match with the signature done on Account Opening documents.
- 3) Please handwrite the fee clause selected on page 2 in the box provided.
- 4) Effective date of the new fee structure will be from T+2 days of receiving the request. Fee as per the old rate will be computed pro rata until T+1 day.
- 5) Timeline to process your request is T + 4 working days.
- 6) Please note First day and last day of the months are considered as black out day and would not be considered while giving an effect to the new fee structure. For e.g if the request is received on 30th of October then effective date of new fee structure will be 3rd of November.

SCHEDULE 4.1 - Fee structures and list of charges for Little Champs Investment Approach (Direct)

Please Tick (✓) in anyone of the Fee Structure of your choice.

Portfolio Management Service	Particulars/Conditions of fees to be charged	Periodicity with which fees will be levied
Discretionary (Combination of fixed and variable fee)	<p>Fixed fee of 1.0% p.a. of the Net Asset Value (with NAV calculated based on average daily NAV over the course of the quarter)</p> <p>And</p> <p>Variable fee –</p> <p>i) For first computation period – 20% of all returns in excess of the Hurdle Rate of 10% p.a. (No Catch up).</p> <p>ii) For subsequent computation periods – 20% of all returns in excess of the Hurdle Rate of 10% p.a. (No Catch up) subject to a High Watermark principle.</p>	<p>Fixed fee - on Calendar Quarter basis*</p> <p>Variable fee –</p> <p>i) First computation period* would be 3 years from date of first investment in Little Champs PMS</p> <p>ii) Subsequent computation periods*, variable fee shall be charged on annual basis at each anniversary</p> <p>Note:- * In case of withdrawals before computation date, all fees shall be charged on pro-rata basis for the relevant period.</p>
<p>1. Portfolio Management and Advisory fees:</p> <p>Portfolio Management Fee charged may be a Fixed Fee or a return-based fee (Performance Fee) or a combination of both. Fixed fees charged to clients will range from 10 BPS to 300 BPS per annum. The Portfolio Manager also intends to charge Performance Fees between 10-50% (ten to fifty percent) of the upside generated net of fixed fee. All specifics of Portfolio Management Fee would be agreed with each Client and set out in more detail in the Fee Schedule of the Marcellus DPMS Agreement.</p>		
<p>2. Custodian fee</p> <p>These charges relate to the opening and maintenance of Depository Accounts and/or custody fee and charges paid to the Custodian and/or Depository Participant, dematerialization of scrips, Securities lending and borrowing and their transfer charges in connection with the operation and management of the Client's portfolio account and is expected to be in the range of 1-25 BPS per annum.</p>		
<p>3. Fund accounting charges: Up to 5 BPS per annum.</p>		
<p>4. Registrar and transfer agent fee</p> <p>This is fee payable to the Registrar and Transfer Agent for giving effect to transfers of Securities and may interalia include stamp duty costs, courier, post and notary charge and is expected to be in the range of 10 BPS.</p>		
<p>5. Brokerage and transaction cost</p> <p>Charged at actuals. These are amounts payable to the broker for opening of an account, execution of transactions on the stock exchange or otherwise for the transfer of Securities and may interalia include service charges, stamp duty costs, GST, STT etc. and is expected to be in the range of 10 BPS.</p>		
<p>6. Goods and Service Tax or any other statutory levy: As applicable from time to time, charged over and above all fees and charges billed to the Client.</p>		
<p>7. Depository Charges: As may be applicable from time to time.</p>		
<p>8. Bank Charges: As may be applicable at actuals.</p>		
<p>9. Stamp duty: As may be applicable at actuals.</p>		
<p>10. Legal costs and professional fees: Costs incurred for documentation, certifications, attestation and instituting or defending legal suits, audit fees and other similar charges.</p>		
<p>11. Incidental expenses:</p> <p>Charges in connection with day to day operations like courier expenses, stamp duty, service tax, postal, telegraphic, opening and operation of bank account or any other out of pocket expenses as may be incurred by the Portfolio Manager in the course of discharging his duties to the Client. Provided that, in the event that any out of pocket expenses to be incurred by the Portfolio Manager on behalf of the Client is to exceed 5% of the investment amount of the Client, the Portfolio Manager shall seek prior written consent of the Client before incurring such an expense</p>		
<p>12. Exit load - depending on the period of investment, exit load would range from 3% of withdrawal amount to 1% of withdrawal amount. No exit load would be applicable for withdrawal after 36 months from date of investment.</p>		
<p>13. Portfolio Manager shall not charge any fees to Clients at the time of onboarding except the specific charges applicable for execution of the agreement and related documents for account opening.</p>		
<p>14. Operating expenses excluding brokerage, over and above the fees charged for Portfolio Management Service, shall not exceed 0.50% per annum of the client's average daily Assets under Management (AUM).</p>		

Exit load would be applicable in following manner:

Period of investment	Exit load
0 - 12 months	3% of withdrawal amount
13 - 24 months	2% of withdrawal amount
25 - 36 months	1% of withdrawal amount
> 36 months	Nil

Definitions used in Fee Schedule:

"Account Activation Date" means the date on which a unique Client code is generated by the Portfolio Manager.

"Account Activation Anniversary Date" means the (twelve) month anniversary of the Account Activation Date and every 12 (twelve) month anniversary, thereafter.

"Fixed Fee" means a fixed fee payable by the Client to the Portfolio Manager for DPMS Services, as further specified in the Fee Schedule.

"Fixed Fee Billing Period" means the frequency at which the Fixed Fees will be payable by the Client to the Portfolio Manager as set out in this Fee Schedule.

"Hurdle Rate of Return" shall mean a certain agreed level of return (as specified in the Fee Schedule) achieved in a Performance Fee Billing Period calculated on the relevant Performance Fee Billing Period's opening NAV.

"Net Asset Value" or "NAV" for any given day in respect of any Client account will be calculated by aggregating the following:

- The total market value of all Securities in client's account as on the end of the day,
 - Cash/Bank balance in client's account as at the end of the day,
 - All income (dividend, interest, etc.) accrued on the investments in client's account over the course of the day,
 - all receivables and payables due from / to the Client at the end of the day;
- and reducing from this aggregate all the charges, fees, expenses, statutory levies and other costs payable by the Client as per the Fee Schedule.

"Performance Fee" shall mean a performance linked fee payable by the Client to the Portfolio Manager for the DPMS Serviced, as further specified in the Fee Schedule that will be payable if the Portfolio Manager achieves a rate of return that is greater than the Hurdle Rate of Return for the relevant Performance Fee Billing Period subject to the High Water Mark for the relevant Performance Fee Billing Period.

"Performance Fee Billing Period" means a 12-months period from the Account Activation Date or Account Activation Anniversary Date, as the case may be.



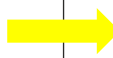

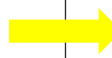

If client makes partial redemptions out of PMS account, changes fee structure, switches to a different distributor or direct code or closes the PMS account before the billing date for Fixed Fee Billing Period or Performance Fee Billing Period, then applicable fees and charges as per existing fees structure would be billed and recovered for the period between Last billing date/Account Activation Date / Account Activation Anniversary Date (as the case may be) and Date of redemption / change of distributor/ account closure/switch. This billing and recovery of fees and charges would happen at the time of giving effect to such change in Client account.

If client has understood the fee calculations, client to write **"I have understood the fees/charges for the services."** and sign below.

The parties have caused these schedules forming part of Marcellus Discretionary Portfolio Investment Management Service Agreement to be signed on the day and year and manner hereinafter mentioned.

Declaration :

I/We understand that restriction of securities provided for previous Investment approaches/products, shall apply to this investment approach if the First Applicant is the same.

 First Applicant Sign 	 Second Applicant Sign 	 Third Applicant Sign 
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Place _____

Date

D	D	M	M	Y	Y	Y	Y
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Schedule 4.2: Illustrations for fee computation under different fee structures for Little Champs Investment Approach

Illustration 1: For investors not withdrawing AUM before expiry of lock-in period	
The assumptions for the illustration are as follows:	
-Size of sample portfolio: Rs. 50,00,000	-Marcellus' Profit share above hurdle rate: 20%
-Period: 4 years	-Fixed fees: 1.0% p.a. of the daily average NAV
-Upfront fees: Nil	Exit Loads (as % of AUM withdrawn) for three years from date of first investment: 3% (within 1 year), 2% (after 1 year but before 2 years), 1% (after 2 years but before 3 years)
Hurdle rate: 10% p.a.	

Scenario 1 - Positive returns

Return	20.00%	20.00%	20.00%	20.00%
Year	1	2	3	4
Opening capital	50,00,000	59,45,500	70,68,605	80,54,657
Add profit	10,00,000	11,89,00	14,13,721	16,10,931
Less: brokerage/ /any other charges*	-	-	-	-
Pre- fees AUM	60,00,000	71,34,000	84,82,326	96,65,588
High Water Mark				88,60,123
Hurdle AUM	55,00,000	60,50,000	66,55,000	88,60,123
Management Fees**	55,000	65,395	77,755	88,601
Post Management Fees AUM	59,45,500	70,68,605	84,04,571	95,76,987
Performance Fees***	-	-	3,49,914	1,43,373
Post-Performance Fees AUM	59,45,000	70,68,605	80,54,657	94,33,614
Ending AUM	59,45,000	70,68,605	80,54,657	94,33,614
Fees a % of Average AUM	1.0%	1.0%	5.5%	2.6%

Scenario 2 - Nil returns

Return	0.00%	0.00%	0.00%	0.00%
Year	1	2	3	4
Opening capital	50,00,000	49,50,000	49,00,500	48,51,495
Add profit	-	-	-	-
Less: brokerage/DP Charges/any other charges*	-	-	-	-
Pre- fees AUM	50,00,000	49,50,000	49,00,500	48,51,495
High Water Mark				50,00,000
Hurdle AUM	55,00,000	60,50,000	66,55,000	53,36,645
Management Fees**	50,000	49,500	49,005	48,515
Post Management Fees AUM	49,50,000	49,00,500	48,51,495	48,02,980
Performance Fees***	-	-	-	-
Post Performance Fees AUM	49,50,000	49,00,500	48,51,495	48,02,980
Ending AUM	49,50,000	49,00,500	48,51,495	48,02,980
Fees a % of Average AUM	1.0%	1.0%	1.0%	1.0%

Scenario 3 - Negative returns

Return	-20.00%	-20.00%	-20.00%	-20.00%
Year	1	2	3	4
Opening capital	50,00,000	39,55,000	31,28,405	24,74,568
Add profit	-10,00,000	-7,91,000	-6,25,681	-4,94,914
Less: brokerage/DP Charges/any other charges*	-	-	-	-
Pre- fees AUM	40,00,000	31,64,000	25,02,724	19,79,655
High Water Mark				50,00,000
Hurdle AUM	55,00,000	60,50,000	66,55,000	27,22,025
Management Fees**	45,000	35,595	28,156	22,271
Post Management Fees AUM	39,55,000	31,28,405	24,74,568	19,57,384
Performance Fees***	-	-	-	-
Post Performance Fees AUM	39,55,000	31,28,405	24,74,568	19,57,384
Ending AUM	39,55,000	31,28,405	24,74,568	19,57,384
Fees a % of Average AUM	1.0%	1.0%	1.0%	1.0%

* for illustrative purposes only. In reality, brokerage and DP charges (upto 20bps), custody and fund accounting charges(5-10bps), etc. would also be levied.

** for illustrative purposes only. In reality, fixed fees will be charged each quarter based on the average daily NAV in that quarter (rather than on the year ending NAV). Charging 1% fee p.a. on average AUM for the period

*** charging 20% of all returns in excess of hurdle rate (10% p.a.) with no catch-up

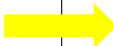
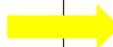
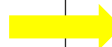



Illustration 2: For investors withdrawing AUM before expiry of lock-in period	
The assumptions for the illustration are as follows:	
-Size of sample portfolio: Rs 50,00,000	-Marcellus' Profit share above hurdle rate: 20%
-Period: 1 year	-Fixed fees: 1% p.a. of the daily average NAV
-Upfront fees: Nil	-Exit Loads (as % of AUM withdrawn) for three years from date of first investment: 3%
-Hurdle rate: 10% p.a.	(within 1 year), 2% (after 1 year but before 2 years), 1% (after 2 years but before 3 years)

Return	Scenario 1 - Positive return	Scenario 2 - Nil return	Scenario 3 - Negative return
	20.00%	0.00%	-20.00%
Year	1	2	3
Opening capital	50,00,000	50,00,000	50,00,000
Add profit	10,00,000	-	-10,00,000
Less: brokerage/DP Charges/any other charges*	-	-	-
Pre- fees AUM	60,00,000	50,00,000	40,00,000
Hurdle AUM	55,00,000	55,00,000	55,00,000
Management Fees**	55,000	50,000	45,000
Post Management Fees AUM	59,45,000	49,50,000	39,55,000
Performance Fees***	89,000	-	-
Post Performance Fees AUM	58,56,000	49,50,000	39,55,000
Exit Load	1,75,680	1,48,500	1,18,650
Ending AUM	56,80,320	48,01,500	38,36,350
Fees a % of Average AUM	2.6%	1.0%	1.00%

* for illustrative purposes only. In reality, brokerage and DP charges (upto 20bps), custody and fund accounting charges (3-10bps), etc. would also be levied.

** for illustrative purposes only. In reality, fixed fees will be charged each quarter based on the average daily NAV in that quarter (rather than on the year ending NAV). Charging 1% fee p.a. on average AUM for the period

*** charging 20% of all returns in excess of hurdle rate (10% p.a.) with no catch-up

		
First Applicant Sign 	Second Applicant Sign 	Third Applicant Sign 

Schedule 4.3: Additional* Illustration to explain Performance Fee computation over a multi-year investment period****Assumptions:**

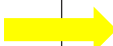

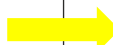

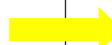

Fixed fees - 1% p.a.
 Profit share above hurdle - 20%
 Hurdle rate - 10% p.a.
 Exit Load - 3%

Return	30.00%	30.00%	30.00%	-25.00%	50.00%	20.00%
Year	1	2	3	4	5	6
Opening capital	50,00,000	64,42,500	83,01,161	98,87,837	73,29,359	1,08,61,147
Add profit	15,00,000	19,32,750	24,90,348	-24,71,959	36,64,680	21,72,229
Less:brokerage/DP Charges/any other charges*	0	0	0	0	0	0
Pre- fees AUM	65,00,000	83,75,250	1,07,91,510	74,15,878	1,09,94,039	1,30,33,376
Management Fees**	57,500	74,089	95,463	86,519	91,617	1,19,473
Post Management Fees AUM	64,42,500	83,01,161	1,06,96,046	73,29,359	1,09,02,422	1,29,13,903
High Water Mark				1,06,96,046	1,06,96,046	1,09,02,422
Hurdle AUM	55,00,000	60,50,000	66,55,000	1,08,76,621	80,62,295	1,19,47,261
Higher of Hurdle AUM & High watermark	55,00,000	60,50,000	66,55,000	1,08,76,621	1,06,96,046	1,19,47,261
Performance Fees***	0	0	8,08,209	0	41,275	1,93,328
Post Performance Fees AUM	64,42,500	83,01,161	98,87,837	73,29,359	1,08,61,147	1,27,20,575
Exit Load	0	0	0	0	0	0
Ending AUM	64,42,500	83,01,161	98,87,837	73,29,359	1,08,61,147	1,27,20,575
Fees a % of Average AUM	1.0%	1.0%	9.5%	1.0%	1.5%	2.6%

Notes:

** Hurdle AUM from the 4th year is computed by multiplying the Hurdle Rate of Return with the post fees opening AUM for the relevant year.

***Please note that this illustration does not demonstrate charges like broker fees etc. as the purpose of this illustration is to bring clarity to the Client on the methodology of performance fees calculation over multiple years scenario. We have provided this illustration in addition to the SEBI prescribed format (refer the table titled as Regulatory Illustration above) as the SEBI prescribed format only provides calculation mechanism in a one year scenario than multiple years.

 First Applicant Sign 	 Second Applicant Sign 	 Third Applicant Sign 
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